

Baxter Wellmon
Applicant's Representative for
Big Spring Rail System, Inc.
1554 Paoli Pike, #179
West Chester, PA 19380
(610) 701-0629

SEP 27 2011

September 26, 2011

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423

230996

Re: Finance Docket No.35553. Big Spring Rail System, Inc. – Operation
Exemption - Transport Handling Specialists, Inc.

Dear Ms. Brown:

Enclosed for filing are the original and 10 copies of a Verified notice of
Exemption under 49 C.F.R. § 1150.31, and a check covering the \$1,800.00 filing fee.

Please time and date stamp the extra copy of this letter and the Verified Notice of
Exemption and return them in the enclosed self addressed, stamped envelope. Thank you
for your assistance. If you have any questions, please call or email me.

Very truly yours.

FILED

SEP 27 2011

**SURFACE
TRANSPORTATION BOARD**

Baxter Wellmon



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Applicant's Representative for
Big Spring Rail System, Inc.

Office of Proceedings

SEP 27 2011

Part of
Public Record

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SEP 27 2011

**SURFACE
TRANSPORTATION BOARD**

BEFORE THE
SURFACE TRANSPORTATION BOARD

SEP 27 2011

FINANCE DOCKET NO. 35553

BIG SPRING RAIL SYSTEM, INC.
OPERATION EXEMPTION – TRANSPORT HANDLING SPECIALISTS, INC.

VERIFIED NOTICE OF EXEMPTION
Pursuant to 49 C.F.R. § 1150.31 (c), Et. Seq.

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Public Board

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SURFACE
TRANSPORTATION BOARD

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West Chester, PA 19380
(610) 701-0629

Applicant's Representative
For Big Spring Rail System, Inc.

Dated: September 26, 2011

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SURFACE
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BEFORE THE
SURFACE TRANSPORTATION BOARD
FINANCE DOCKET NO. 35553

SEP 27 2011

Big Spring Rail System, Inc. –
Operation Exemption – Transport Handling Specialists, Inc.

VERIFIED NOTICE OF EXEMPTION
Pursuant to 49 C.F.R. §1150.31 (c), Et Seq.

Big Spring Rail System, Inc. ("BSRS"), a Texas corporation files this Notice of Exemption, pursuant to 49 C. F. R. §1150, Subpart # - Exempt Transactions. With the Surface Transportation Board ("the Board") to permit BSRS to become a Common carrier railroad and operate over 2.07±in Howard County, TX (the "Line"). BSRS will operate the line under an agreement with Transport Handling Specialists, Inc. (THS), who is the Lessee of the line and the Lessor is the City of Big Spring, TX., who had one customer at MP 1.24 that had delivery by the Union Pacific.

In support of this Notice of Exemption, BSRS submits the following information
As required by 49 C.F.R. §1150.33:

- a. Full name and address of applicant:
Big Spring Rail System, Inc.
1554 Paoli Pike, #179
West Chester, PA 19380

- b. Applicant's Representative

Baxter Wellmon
1554 Paoli Pike, #179
West Chester, PA 19380
(610) 701-0629
bwellmon@thsrail.com

- c. BSRS has entered into an agreement dated September 23, 2011, with Transport Handling Specialists, Inc., the Lessor of the line to provide common carrier rail service upon Board authorization of this Notice of Exemption.
- d. The operator of the Line will be Big Spring Rail System, Inc.
- e. Summary of proposed transaction:
 - 1. The name and address of the party owning the line of railroad is:

Transport Handling Specialists, Inc. is a nonoperating carrier which acquired the lease right to the line pursuant to its lease agreement with the City of Big Spring, TX. Transport Handling Specialists, Inc. has contracted with BSRS to provide Common carrier railroad service on the Line.
 - 2. The proposed schedule for the consummation of the transaction is on or after the effective date of this Notice of Exemption.
 - 3. The mileposts of the subject property, including any branch lines are 0.0 to 2.07±.
 - 4. BSRS will operate over 2.07± route miles as common carrier railroad.

BSRS intends to interchange traffic with the Union Pacific at MP 0.0 of BSRS' Line.
- f. A map of the Line is attached as Exhibit C.
- g. A Certificate of Compliance with the provisions of 49 C.F.R. §1150.33 (g) is Attached as Exhibit A.
- h. There are no interchange commitments of paper barriers in the operating Agreement between BSRS and THS, Inc. Nor will there be any interchange

Commitments or paper barriers in the Interchange Agreements between BSRS and its connecting carriers.

- i. A caption summary, as required by 49 C.F.R. §1150.34, is attached as Exhibit B.
- j. No environmental documentation is required because there will be no operational changes that would exceed the thresholds established in 49 C.F.R. § 1105.7(c) (4) or (5) and there will be no action that would normally require environmental documentation. Hence, this Notice of Exemption does not require environmental documentation under 49 C.F.R. §1150.6(b)(4) and (c)(2)(i).
- k. An historic report is not required because BSRS will operate the Line, will require further Board approval as required to discontinue any service, and there are no plans to dispose of or alter properties subject to Board jurisdiction that are 50 years old or older. Hence, this Notice of Exemption does not require an historic report under 49 C.F.R. §1105.8(b)(1).

This action will not significantly affect either the quality of the human environment or energy conservation.

Respectfully submitted.

Baxter Wellmon
Applicant's Representative for
Big Spring Rail System, Inc.
1554 Paoli Pike, #179
West Chester, PA 19380
(610) 701-0629

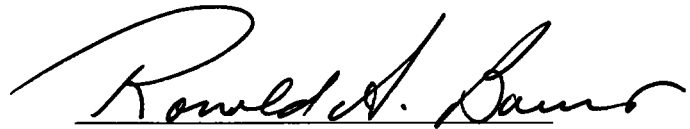
Dated: September 26, 2011

EXHIBIT A

CERTIFICATION

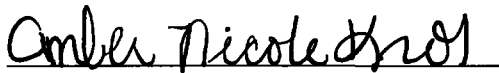
State of Pennsylvania)
)
County of Chester) ss:

I, Ronald A. Bowes, being duly sworn, deposes and says that he is the Manager of the Big Spring Rail System, Inc. a Texas corporation, and that the projected annual revenues from the rail operations would not exceed those that would make it a Class III carrier under C.F.R. Part 1201 (1-1) and would not exceed \$5 million.



Ronald A. Bowes

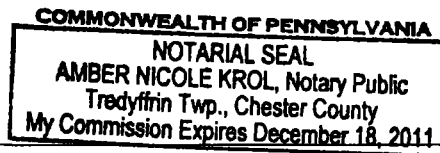
Subscribed and sworn to before this 26 day of Sept, 2011.



Notary Public

(SEAL)


My Commission Expires:



CERTIFICATION

State of Pennsylvania)
)
County of Chester) ss:

I, Ronald A. Bowes, being duly sworn, deposes and says that he is the Manager of Big Spring Rail System, Inc. a Texas corporation, and that I have read the foregoing Notice of Exemption and know the facts asserted therein are true and accurate as stated to the best of my knowledge, information and belief.



Ronald A. Bowes

Subscribed and sworn to before this 26 day of Sept, 2011.



Notary Public

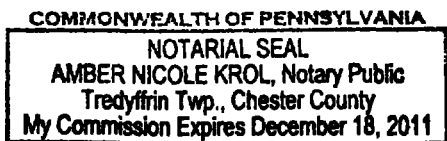


EXHIBIT B

CAPTION SUMMARY

SURFACE TRANSPORTATION BOARD

Notice of Exemption

FINANCE DOCKET NO. 35553

BIG SPRING RAIL SYSTEM, INC. – OPERATION EXEMPTION –

Big Spring Rail System, Inc. (“BSRS”) has filed a Notice of Exemption to operate over about 2.07± miles of track between UP MP 516 and Big Spring Texas, MP 2.07±, leased by Transport Handling Specialists, Inc.

The transaction is scheduled to take place on or after the effective date of this exemption and BSRS certifies that its projected annual revenues as a result of this transaction will not exceed those that would qualify it as a Class III rail carrier and further certifies that its projected annual revenue will not exceed \$5 million.

If the Notice contains false or misleading information, the exemption is void *ab initio*. Petitions to reopen the proceeding to revoke the exemption under automatically stay the transaction. Petitions to stay must be filed no later than 2011 (at least 7 days before the exemption becomes effective).

An original and 10 copies of all pleadings, referring to STB Finance Docket No. 35553 must be filed with the Surface Transportation Board, 395 E. Street, S.W., Washington, DC 20423-0001. In addition, a copy of each pleading

must be served on Baxter Wellmon. Applicant's Representative, 1554 Paoli Pike.
#179, West Chester. PA 19380, (610)701-0629, bwellmon@thsrail.com

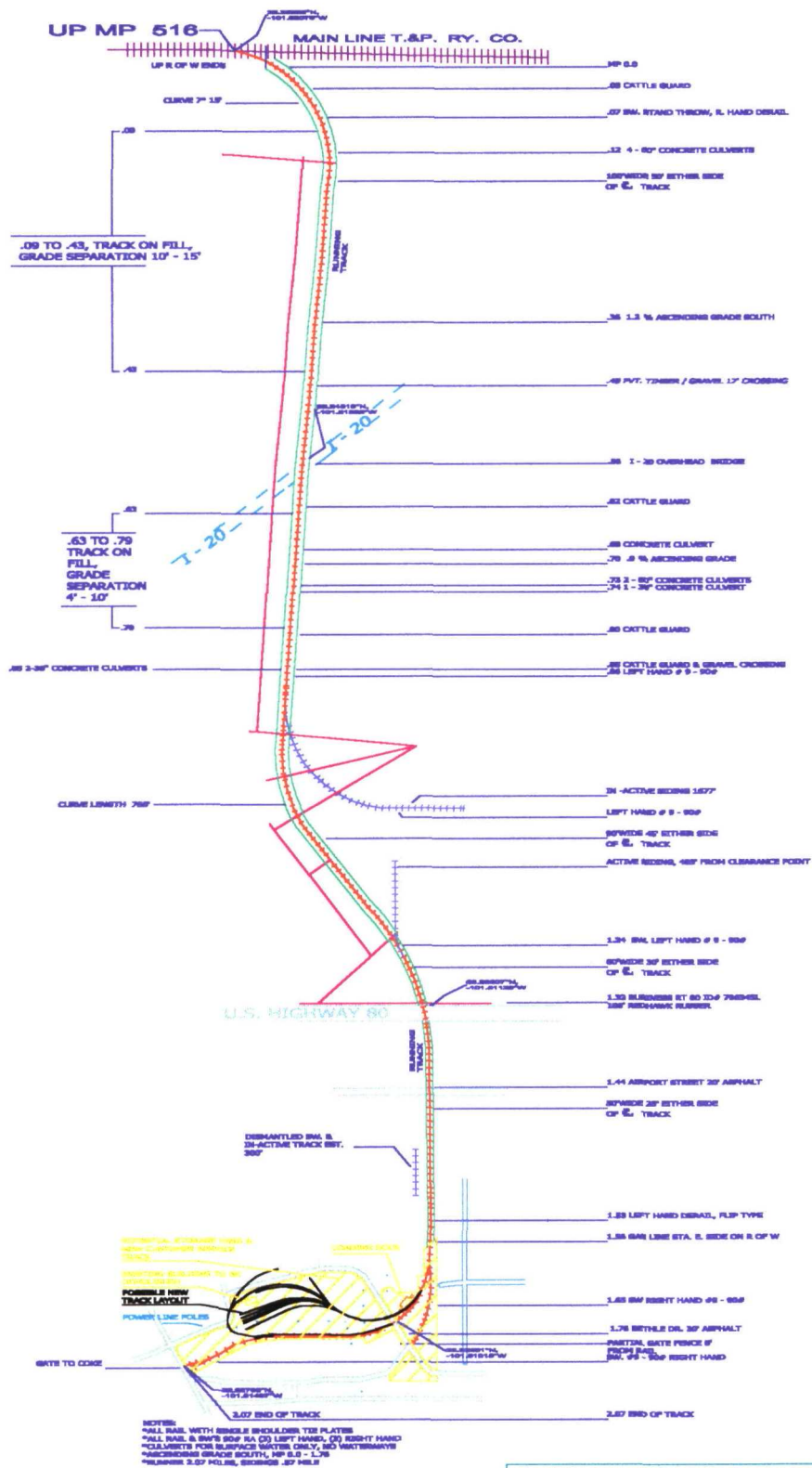
Board decisions and notices are available on our website at
WWW.STB.DOT.GOV.

Decided _____, 2011

By the Board, Rachel D. Campbell, Director, Office of Proceedings

EXHIBIT C

MAP



BIG SPRING RAIL SYSTEM, INC.

DWG REV "F" SEPT. 6, 2011